

RECORDATION NO. 18997-G FILED .

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OF COUNSEL
URBAN A. LESTER

May 18, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and Road Numbers addressed to the Board, dated January 26, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission/Board under Recordation Number 18997.

The name and address of the party to the enclosed document are:

The Burlington Northern and
Santa Fe Railway Company
2650 Lou Menk Drive
Fort Worth, TX 76131

A description of the railroad equipment covered by the enclosed document is:

set forth on the Schedule attached to the Statement.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

BNSE



PATRICK J. OTTENSMAYER
Vice President - Finance
and Treasurer

The Burlington Northern and Santa Fe Railway Company

2650 Lou Menk Drive
Fort Worth, Texas 76131

Direct Dial: (817) 352-2202
Facsimile: (817) 352-2279

JUN 2 '99

1-10 PM

REC'D IN REC'D BY
18997-G

January 26, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution
Washington, DC 20423

Re: Statement of Change in Reporting Marks and Road Numbers

Dear Mr. Secretary:

Please be advised that the reporting marks and road numbers of the locomotives and/or rail cars identified in the attached schedule or schedules have been, or will be, changed as set forth therein.

**THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY**

By: 

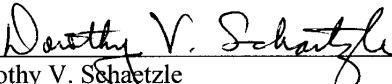
Patrick J. Ottensmeyer
Vice President - Finance and Treasurer

STATE OF ILLINOIS)
)
) SS:
COUNTY OF COOK)

On this 26TH day of January, 1999, before me, a Notary Public in and for said County and State, personally appeared Patrick J. Ottensmeyer, who being by me duly sworn, says that he is Vice President - Finance and Treasurer of THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, that said instrument was signed on January 26, 1999, on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.




Dorothy V. Schaetzle
Notary Public
My Commission Expires: 11/20/2000

RECORDATION NUMBER: 18997

Equipment Description:

Number of Units: eleven (11)
Model: SD70MAC Locomotives

<u>Old Reporting Mark and Road Numbers</u>		<u>New Reporting Mark and Road Numbers</u>	
BN	9400	BNSF	9400
through		through	
BN	9410	BNSF	9410

BN 35982 D - Covered Hoppers

BN	469000	BNSF	469000
BN	469001	BNSF	469001
BN	469002	BNSF	469002
BN	469003	BNSF	469003
BN	469004	BNSF	469004
BN	469005	BNSF	469005
BN	469006	BNSF	469006
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BN	469020	BNSF	469020
BN	469021	BNSF	469021

<u>Initial</u>	<u>Number</u>	<u>Destroyed</u>	<u>Renumber</u>
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BN	469060	BNSF	469060
BN	469061	BNSF	469061

<u>Initial</u>	<u>Number</u>	<u>Destroyed</u>	<u>Renumber</u>
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BN	469063	BNSF	469063
BN	469064	BNSF	469064
BN	469065	BNSF	469065
BN	469066	BNSF	469066
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BN	469068	BNSF	469068
BN	469069	BNSF	469069
BN	469070	BNSF	469070
BN	469071	BNSF	469071
BN	469072	BNSF	469072
BN	469073	BNSF	469073
BN	469074	BNSF	469074
BN	469075	BNSF	469075
BN	469076	BNSF	469076
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BN	469078	BNSF	469078
BN	469079	BNSF	469079
BN	469080	BNSF	469080
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BN	469083	BNSF	469083
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BN	469086	BNSF	469086
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BN	469091	BNSF	469091
BN	469092	BNSF	469092
BN	469093	BNSF	469093
BN	469094	07/31/95	
BN	469095	BNSF	469095
BN	469096	BNSF	469096
BN	469097	BNSF	469097
BN	469098	BNSF	469098
BN	469099	BNSF	469099
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BN	469101	BNSF	469101

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BN	469104	BNSF	469104
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BN	469109	BNSF	469109
BN	469110	BNSF	469110
BN	469111	BNSF	469111
BN	469112	BNSF	469112
BN	469113	12/16/97	
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BN	469115	BNSF	469115
BN	469116	BNSF	469116
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BN	469118	BNSF	469118
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BN	469151	BNSF	469151

BN 35982 D - Aluminum Coal Cars

BN	534860	BNSF	666424
BN	534861	BNSF	666425
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BN	534963	BNSF	666527
BN	534964	BNSF	666528
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<u>Initial</u>	<u>Number</u>	<u>Destroyed</u>	<u>Renumber</u>	
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BN	534976	BNSF	666540	
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BN	534983	BNSF	666546	
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BN	534996	BNSF	666559	
BN	534997	BNSF	666560	
BN	534998	BNSF	666561	
BN	534999	09/21/97	BNSF	666562
BN	535000	BNSF	666563	
BN	535001	BNSF	666564	
BN	535002	BNSF	666565	
BN	535003	BNSF	666566	
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BN	535005	BNSF	666568	
BN	535006	BNSF	666569	

<u>Initial</u>	<u>Number</u>	<u>Destroyed</u>	<u>Renumber</u>
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BN	535032		BNSF 666595
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